

14A.2-020 Execution of documents delivered to Secretary of State for filing.

- (1) A document delivered to the Secretary of State for filing shall be executed as follows:
- (a) If delivered by or on behalf of a corporation or foreign corporation, by:
 - 1. The chairman of its board of directors, by its president, or by another of its officers;
 - 2. A duly authorized representative; or
 - 3. If the directors have not been selected or the corporation has not been formed, by its incorporator;
 - (b) If delivered by or on behalf of a limited liability company or foreign limited liability company, by:
 - 1. A manager, if management of the limited liability company or foreign limited liability company is reserved to one (1) or more managers;
 - 2. A member, if management of the limited liability company or foreign limited liability company is reserved to the members;
 - 3. A duly authorized representative; or
 - 4. If the limited liability company or foreign limited liability company has not been formed, by its organizer;
 - (c) If delivered by or on behalf of a limited partnership or foreign limited partnership, by at least one (1) general partner;
 - (d) If delivered by or on behalf of a business trust or foreign business trust, by at least one (1) trustee;
 - (e) If delivered by or on behalf of a partnership, by at least two (2) partners;
 - (f) If delivered by or on behalf of any other entity or foreign entity, by a person certifying the authority and capacity to execute and deliver the document;
 - (g) If the entity or foreign entity is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary; or
 - (h) If delivered by or on behalf of a limited cooperative association or foreign limited cooperative association, by:
 - 1. The chairman of its board of directors, by its president, or by another of its officers;
 - 2. A duly authorized representative; or
 - 3. If the directors have not been selected or the association has not been formed, by its organizer.
- (2) This section relates exclusively to execution of documents delivered for filing to the Secretary of State, and shall not control as to the execution of other documents of an entity or foreign entity.

Effective: July 12, 2012

History: Amended 2012 Ky. Acts ch. 160, sec. 127, effective July 12, 2012. -- Created 2010 Ky. Acts ch. 151, sec. 9, effective January 1, 2011.